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*Attorney for Plaintiffs Wharton Capital Partners Ltd  
and Wharton Capital Markets LLC*

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

**JUDGE STEIN**

WHARTON CAPITAL PARTNERS LTD.  
and WHARTON CAPITAL MARKETS  
LLC,

Plaintiffs,

-against-

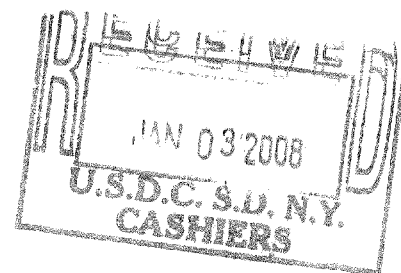
XSUNX, INC.,

Defendant.

**08 CV 0056**

No. 08 Civ. \_\_\_\_\_

**Rule 7.1 Statement**



Pursuant to Federal Rule of Civil Procedure 7.1 [formerly Local General Rule 1.9] and to enable judges and magistrate judges of the court to evaluate the possible disqualification or recusal, the undersigned counsel for all Plaintiffs (private non-governmental parties) certify that the following are corporate parents, affiliates, and/or subsidiaries of said parties that are publicly held:

NONE

Dated: New York, New York  
January 3, 2008

OLSHAN GRUNDMAN FROME  
ROSENZWEIG & WODOSKY LLP

By: 

Jeffrey A. Udell (JU0411)

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Ltd and Wharton Capital Markets LLC*

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